

Starlight Express

Original London Cast 1984

Libretto

Music by Andrew Lloyd Webber

Lyrics by Richard Stilgoe

Illustrations by

[Julia Misiura](#) & [Olga Gorinova](#)

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Rolling Stock

Greaseball I'm just the fastest thing you'll ever see.
That streak of lightning you just missed was me.

All Don't stop now - you gotta keep it going all night.
Rolling Stock! Rolling Stock!

Greaseball You got no lovers if you got no wheels.

All Come on and heat me up the way you do
And I can keep it going longer than you
Don't stop now, you gotta keep it going all night

Greaseball Don't try to show you can go faster than me.
This is my back view and it's all you'll see.

All Don't stop now, we gotta keep it going all night!

Rolling Stock! We're Rolling Stock!
Rolling Stock! We're Rolling Stock!

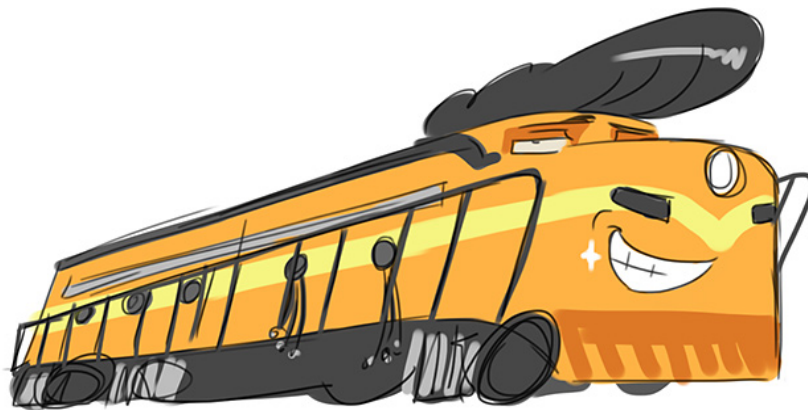
Greaseball So get the motion in your wheels somehow.
The racing action's starting here and now.

All Don't stop now, you gotta keep it going all night!

Greaseball Deep down inside you know that I am the best
So come on, baby, put me to the test

All Don't stop now, you gotta keep it going all night!

Rolling Stock! We're Rolling Stock!
Rolling Stock! We're Rolling Stock!
Rolling Stock! We're Rolling Stock!



Call Me Rusty

Rusty Woowoo! Woowoo!
Nobody can do it like a steam train!

Gang It's Rusty!

Gang Split

Gang Hide!

Greaseball Outta the way.
Anyone can do it to a steam train!

Rusty Woowoo! Woowoo!
Nobody can do it like a steam train!

Gang You going in for the race, steam train?

Gang Should do!

Gang Nobody can do it like a steam train!

Greaseball Who can do it like a steam train?

Gang He said nobody, so he's nobody!

Gang Hi nobody!

Gang Nobody, steam train

Greaseball That'll teach you to show some respect for Diesel

Gang 'Cause Diesel's gonna win!

Gang OK, Rusty?

Gang OK, steam train?

Gang OK, Rusty?

Rusty Call me Rusty if you like
Rusty's how I look and Rusty's my name
Slow corrosion is eroding my frame
Call me Rusty if you like

Call me Rusty if you must
It isn't nice but I admit that it fits
For a dead-end engine falling to bits
Call me Rusty if you like

Coaches Come on Rusty,
Come on Rusty,
Come on Rusty

Rusty This is not the dream I dreamed when they first lit my fire
Mainline coaches streamed behind as my steam rose higher
Switching and hitching at everyone's call
Never occurred in my vision at all

But when they start the racing and you notice the steam
You know it's me that's moving on
And proving you should listen to your dream!

Call me Rusty if you dare
'Cause when you see me on the finishing line
And when I take the place that's rightfully mine
Call me Rusty if you dare

Coaches Listen to this big shot talking he seems to imply
All the trains will just move over and let him by

Pearl Rusty you can not believe all that stuff

Coaches You mustn't go racing you're not tough enough
You'll either be a hundred miles away at the back
Or worse they'll find you scattered
In a million rusty pieces 'round the track

Rusty Call me Rusty if you dare
'Cause when you see me on the finishing line
And when I take the place that's rightfully mine
Call me Rusty...

Coaches Hello Rusty, good boy Rusty, hello Rusty, good boy Rusty

Rusty Call me Rusty, I don't care!



A Lotta Locomotion

Coaches Rusty you can't be serious
You go in for the race?
You gotta be strong

Rusty I am strong!

Coaches Not for long
You gotta have speed

Rusty I have!..

Coaches No you'll need it
A mixture of strength,
Of power and length
If you're gonna have pull where it counts

Rusty But Pearl you said you'd go with me

Pearl That was ages ago!
I have to feel more

Coaches We have to feel more
We need to be certain
We need to be sure

Pearl I have to feel more

Coaches We have to feel more
We need to be certain
We need to be sure

Pearl A lotta locomotion, that's what we need,
Coaches From a locomotive who can take the lead,
From the Eastern Ocean to the Western Sea,
Locomotion's gonna carry me.
A lotta locomotion, that's what we need,
If we are ever gonna get up speed.
A lotta locomotion and the right approach
For there are lots of different kinds of coach.

Ashley Like me I'm Ashley, I'm the smoking car
I've tried to kick the habit but my insides used to tar
I know if I don't give up I might choke or have a stroke
That scares me, and when I'm scared, boy I need a smoke!

Buffy Buffy at your service, ever open wide
My microwave is cooking to warm you from inside
A lotta locomotion will do the trick
Come and bite my burgers, I'm hot and cheap and quick!

Dinah My name is Dinah, I'm the dining car
I'll cook for you and listen while you lean upon my bar
I'll serve you with your dinner while the train goes loop-de-loop
Gee I'm sorry gentlemen, I hope you wanted soup!

Coaches A lotta locomotion, that's what we need,
If we are ever gonna get up speed.
From the Eastern Ocean to the Western Sea
Locomotion's gonna carry me!

Pearl My name's Pearl, I'm a brand new girl,
My springs still bounce, my fans still whirl.
Ain't gonna smoke, ain't gonna drink.

Coaches What are you gonna do?

Pearl What do you think?



Coaches A lotta locomotion, underneath the sun,
Gonna try them all until she finds the one,
From the Eastern Ocean to the Coast out West...

Pearl Gonna test them all until I find the best!

Coaches A lotta locomotion, that's what we need,
No one can stop us when we take the lead.
From the Eastern Ocean to the Western Sea...
Don't stop the pistons stroking!
Don't stop the firemen stoking!

Ashley Don't make me give up smoking!

Coaches Give up smoking?

Ashley You gotta be joking!

Coaches Locomotion's gonna carry me!



Pumping Iron

Greaseball Here comes the diesel train
With its steel refrain,
Hear me knocking
The diesel's on its way,
It's gonna win the day,
Hear me knocking

Listen to the chatter of the diesel force,
Generating twenty seven hundred horse,
Camshaft rolling while the rockers rock,
Hear me knock

See me hustle,
Feel my muscle,
Pumping Iron.
Trying to build my body,
Trying to lose my mind.

See me straining, I'm in training,
Pumping Iron.
I'm a diesel engine,
I'm knocking, I'm knocking, I'm knocking,
I'm Pumping Iron.

Coaches Well he's the one they'll choose,
You know he just can't lose,
Hear him knocking.
There ain't another rig
That's even half as big,
Hear him knocking.

Everybody's gonna say "that train is smart",
The mighty diesel engine is a work of art.
The undisputed leader of the Rolling Stock,

Greaseball See me knock.

All See me hustle,
 Feel my muscles,
 Pumping Iron
 Stretching my bullworker,
 I'm heaving on my weights

Greaseball See my flex my delts and pecs
 I'm Pumping Iron
 I'm a diesel engine
 I'm knocking, I'm knocking, I'm knocking -
 Heading for the rally

Coaches (Heading for the rally!)

Greaseball Gonna win the first race

Coaches (Gonna win the first race!)

Coaches & Greaseball I'm gonna run the longest (The biggest and the strongest)

Greaseball I'm knocking, I'm knocking, I'm knocking, I'm knocking
 I'm PUMPING IRON!





Freight

Trucks Freight is great
 Freight is great
 We carry weight
 'Cause we are freight
 And freight is great

We never make a fuss
 We got the goods on us
 We take the loads
 From off the roads
 And freight
 Is great

Coaches

Couldn't stand gravel and sand
 Being ignored, no one on board
 Nobody complaining we were late again
 I should hate carrying freight
 Nobody living in me
 Got to be a living breathing passenger train!

Trucks Freight is great
 Freight is great
 Freight

 Is great
 We carry weight

 And freight is great

Couldn't stand gravel and sand
 Being ignored, no one on board
 Nobody complaining we were late again
 I should hate carrying freight
 Nobody living in me
 Got to be a living breathing passenger train!
 It's mamas and papas

Trucks It's commerce and hoppers

Coaches It's daughters and sons

Trucks It's quarters and tons
 They get in your hair

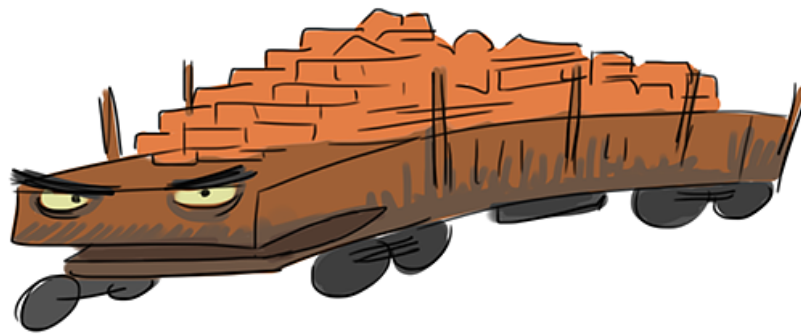
Coaches It's the fun of the fair

Trucks Freight!
 Coaches Folks!
 Trucks Tares!
 Coaches Fares!
 Passengers, commuters and mail

Trucks Trees and meat
 Gravel and shale
 All Are great, are great,
 Are great, are great,
 Are great!

Rocky I I'm Rocky, there's lots like me
 Rocky II I'm Rocky II
 Rocky III I'm Rocky III
 Rockies The only time we get sick inside
 Is when some bum hitches a ride
 We wait for a sharp corner to come
 And open the door - bye bye bum!

Trucks Freight is great!



Flat-Top Flat-Top! Who you looking at?
 Yeah they're bricks, what's wrong with that?
 No, you're right, they don't all match.
 Yeah they're heavy. Here - catch!

Trucks Freight is great!

Flat-Top C'mon, Dustin!
 Dustin I'm the big hopper, I'm not a box
 Rockies Yeah, your head is full of rocks!
 Dustin They're not rocks, they're aggregates
 And aggregates are really great!

Flat-Top & Dustin Aggregates are really great
 Aggregates never complain
 Bricks and mortar are thicker than water
 It's great to be an aggregate train!

C.B. At the back
 On every piece of track
 I'm right behind you -
 If I can be of help at all
 Then simply call C.B.

Trucks Hello, C.B.!

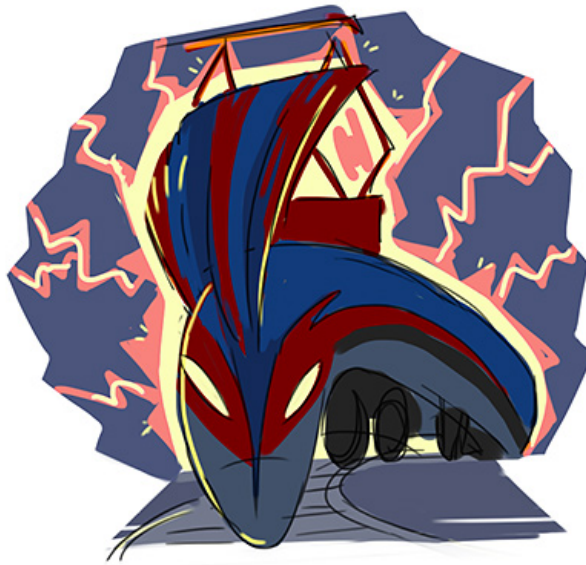
C.B. Hello!
 The Red Caboose
 Would like to be of use
 To every truck, and show the world that

Trucks Freight is great!
 Freight is great!



Trucks & Coaches	Freight Is great We carry weight And freight is great It's commerce and hoppers	Couldn't stand gravel and sand Being ignored, no one on board Nobody complaining we were late again I should hate carrying freight Nobody living in me Got to be a living breathing passenger train! It's mamas and papas
Trucks Coaches Trucks	It's quarters and tons They get in your hair	It's daughters and sons
Coaches Trucks Coaches Trucks Coaches	Freight! Tares!	It's the fun of the fair Folks! Fares! Passengers, commuters and mail
Trucks	Trees and meat Gravel and shale On the rails, on the rails, On the rails, on the rails Are great, are great, All Are great, are great, Are great, are great, Are great!	





AC/DC

Components Clear Electra, Verify
Go to Electra, Load
Shift Electra
Space Electra
Enter Electra, run Electra, confirm, confirm - Enter

Electra... Electra... Electra... Electraaaaa!

Electra I am electric, feel my attraction,
Feel my magnetism, you will agree.
I am electric, I have the contacts
I am electric, the future is me!

Components AC/DC is okay by me
I can switch and change my frequency

Electra I am electric, mind how you touch me,
I can shock you, I can set you on fire
I can reach up and pluck down the lightning,
Watch the conductor, see the light wire

Components AC/DC is okay by me
I can switch and change my frequency
AC/DC is okay by me
I can switch and change my frequency

Electra... Electra... Electraaaa!

Electra I am electric, I'm a computer
Don't attempt to keep no secrets from me
If you make me bored, I hit my keyboard,
You'll be erased from my memory

Components AC/DC is okay by me
I can switch and change my frequency
I can switch and change my frequency
Can switch and change my frequency

AC/DC
AC/DC
AC/DC
AC/DC
Electra... Electra... Electra... Electraaaaaa
Eleeectraaaa!..





He Whistled At Me

Rusty What's wrong, Pearl? Got no partner?

Pearl No.

Rusty Never mind.
I'll take you...

Pearl No Rusty - I know you mean to be kind...

Rusty You'd rather have no one than race behind me?

Pearl You don't understand, why don't you see?

I have this train I dream about, an engine moved by steam

Rusty No problem, I'm a steamer, maybe
I could be the engine of your dream?

Pearl Can you whistle?

Rusty Sure I can
Woo woo woo

Pearl Yes it's close, but it's not like in my dreams
Sorry Rusty I know how it must seem
No one else can take his place

Woo woo, woo woo!
Nobody can do it like a steam train
Woo woo, woo woo!
Nobody can do it like a steam train

I was waiting at the station
I was all anticipation
I was painted, I was polished
I was shining like a star

And then he whistled at me (woo woo)
He looked in my direction
He whistled at me (woo woo)
This could be my connection
All because he whistled at me (woo woo)

He sure knew how to woo me
He whistled at me (woo woo)
I'm gonna hitch him to me

I'd been out of circulation
I had lost my motivation
Rejected and dejected
Then he was on the line
In an atmosphere all steamy
He said things I thought were dreamy
He said I was good looking
Said I was divine

Then he started getting fresher
Started putting on the pressure
From the sounds that he was making
I could tell that he was mine

Because he whistled at me (woo woo)
I knew he had to choose me
He whistled at me (woo woo)
And now he'll never lose me
All because he whistled at me (woo woo)
Now every time you'll find him
He whistled at me (woo woo)
You'll find me there behind him

Woo woo, woo woo
Nobody can do it like a steam train
Woo woo, woo woo
Listen to the rhythm of the steam train

He whistled at me (woo woo)
He sure knew how to do it
He whistled at me (woo woo)
This time he really blew it
All because he whistled at me (woo woo)
He sure knew how to woo me
He whistled at me
Now they can't undo me

Mmm I'm sure he whistled at me (woo woo)
Now every time you'll find him
He whistled at me (woo woo)
You'll find me there behind him
All because he whistled at me (woo woo)
He sure knew how to woo me
He whistled at me

There's Me

Dinah That was cheating - what you did to him there
Wasn't fair!

Greaseball Hey come on, we won, quit that kind of talk.
You take care!

Dinah No I must say it. It isn't fair!

Greaseball Okay that does it - I'm giving you air.
From now on, Miss America, go preach at someone new -
You race with me, you use my rules
You had your chance, you blew it so we're through!

Dinah Greaseball!

Greaseball Hi C.B.!

C.B. Hi G.B.! Hey, what a race!
What a team!

Greaseball Shhhh! Oh, you mean, me and Dinah.
Not a team anymore, C.B.
She's on her own.



C.B. All alone
You think you're on your own
You think there's no-one in the world
Who cares for you
That isn't true
There's me

I may not be
The one you want to see
But if you need someone who's kind
Then look behind
And then you'll find
There's me

I'll be near standing by
Never fear, you can cry
In a while you will smile
And I'll be there to see

By yourself
You have to cry yourself
Nobody else can cry the tears
You have to cry
But I will try
There's me

Until then
When you're okay again
You look around find
I'm no longer there
I'll still be near somewhere
You're not alone, there's me
There's always me

I'll still be near somewhere
You're not alone, there's me
There's always me.

Poppa's Blues

Poppa Aaaaaaah... Whoo! Yeah! Yeah! Yeah! Yeeeeeeaaaaah
Rocky I Hey, Poppa's gonna sing!
Poppa Mmmmmm...
Rocky I Cool it, cool it man. Poppa's gonna sing!
Poppa Aaaaaaah!..
Rockies Poppa don't sing often, but he do sing mean.
Poppa Yeah yeah yeeeaah!

Oh the first line of the blues is always sung a second time
(Yer hear me talkin' Rockies?)

Rockies (Yeeeah. Hear you talk)
Poppa First line of the blues is always sung a second time
So by the time you get to the third line you've had time to think up a rhyme.

Oh there ain't no law that says the third line has to be different at all.
(Oh you're looking good Rockies, you're looking good!)
I said there ain't no law that says the third line has to be different at all.
No there ain't no law that says the third line has to be different at all.

Oh!
Never borrow a mouth organ - not even from your best friend.
(Hear me talking children! Listen!)
I said never borrow a mouth organ - not even from your best friend.
'Cos you may survive the blowing...
But the sucking's gonna get you in the end!
Oh yeah!



Poppa Rusty why you looking sad?
Rusty I got no hope
Poppa What you mean? I taught you all that I know
Rusty I know
Poppa You'll surprise them when it's your turn to go
Rusty No sir.
I lost the coach I thought I had.
Poppa What, Pearl?
Rusty Yeah, Pearl.
I went and asked her for a race.
Poppa She wouldn't play?
Rusty And the rest said no, I knew that they would.
Poppa Oh no.
We can find another!
Rockies Yes sir we could!
Rusty No way.
Poppa Rusty, listen it's too late.
Rusty, you ain't got no faith.
I am a steamer, I was a champion once!
You like the rest, you just blind.
Rusty No no, I see good, I see without no coach
I got no chance in the race.
Poppa Look behind you, what do you see?
Rusty Nothing but an old sleeping car.
Poppa You got an alarm bell?
Rusty I do
Poppa Then ring it boy
Rockies Ring that bell!
Rusty I can't pull that?
It's peeling, and, well, old.



Belle The Sleeping Car

Belle Looks and youth ain't everything
Experience is a quality that counts for a lot
The sad thing 'bout experience, is by the time you've got it
It's usually all you've got

I'm Belle, Belle, Belle the sleeping car
Doesn't matter who you are
Just climb aboard to lie with me
And when you wake I'll make you tea

A Pullman car when I was made
I went down for the seaside trade
I'm peeling now, the light's too bright
I wear dark glasses day and night
I had crystal lamps, Irish linen
To set off my red velvet dress
Those who rode on me compared me to
The Orient Express - that was excessive
But now they climb aboard, undress
Don't wait for me to whisper, 'yes'
Don't say goodnight, just hit the light
And worst of all turn over and go straight to sleep
Once I was a real main liner
Enjoying the occasional smoke
Now I hang around the fuel dump
Sniffing the coke, It really chokes me

I'm Belle, Belle, Belle the sleeping truck
I'm down at wheel down off my luck
I may not be first class but I'm not yet worst class
I can still warm you when the night is cold
I'm a sleeper with a heart of gold



Starlight Express

Poppa Only believe son, the Starlight Express will help you!

How many times have you found tho you were firm on the ground
Still the world around you sways
You notice all that you got does not add up to a lot
And the way ahead's a maze
You've used everything inside you,
So maybe it's time you tried to find
A brand new power to shine a light

Belle A light to brighten up your darkest hour

Poppa Starlight Express hears your distress,
He's there all around
Starlight Express will answer you yes
He's waiting to be found

Both Starlight Express hears your distress
He's there all around
Starlight Express will answer you yes...

Control Control! Control! 30 seconds to heat two! Engines report!

Rusty When your good nights have been said
And you are lying in bed
With the covers pulled up tight
And though you count every sheep
You get the feeling that sleep
Is going to stay away tonight.
That's when you hear it coming
That is when you hear the humming of the
Midnight train, here again,
Can't explain that midnight train, that midnight train!

Starlight Express, you must confess,
Are you real, yes or no?
Starlight Express, answer me yes.
I don't want you to go...

Want you to take me away
But bring me back before daylight
And in the time between
Take me to everywhere
But don't abandon me there
Just want to say I've been.
I believe in you completely
Though I may be dreaming sweetly

I can hear the train, here again.
Can't explain that midnight train, that midnight train!

Starlight Express, you must confess,
Are you real, yes or no?
Starlight Express, answer me yes
I don't want you to go

Starlight Express, answer me yes
I don't want you to go
Starlight Express, you must confess,
Are you real, yes or no?
Starlight Express, answer me yes
I don't want you to go...



The Rap

Rockies Hey you!
Who me?
Yes you, race you!
Hey you! Who me?
Yes you, race you!
Rusty's gonna race,
Rusty's gonna race,
Rusty's gonna race,
Rusty's gonna race,
race in the final
Rusty's gonna race—

Greaseball No he ain't, no he ain't.

Belle Who says?

Greaseball I say. He ain't gonna race.

Belle But Poppa won a place,
Poppa won a place,
Poppa won a place,
Poppa won a place,
a place in the final
Poppa can't take it, he's half-dead,
Chosen Rusty to go instead!

Belle & Rockies Hey you, yes you.
Rusty can race you!
Hey you, yes you,
Rusty can race you!

Dinah Yes let him race you.

Greaseball Shut it Dinah!

Dinah Let him race you in the final!

Ashley Let him race, what harm can he do?

Buffy You know he's no match for you.

All Let him race!

Greaseball No.

Electra No! No question,
Won't even listen to your suggestion
Pearl and me will never be seen
Racing against yesterday's machine.

Components Electra won't share a circuit with him,
Needs water and coal and still wears a chimney.

Electra & Components No style!

Pearl Now that's not fair

What do you prove if he ain't there?

Belle Right!

Coaches Yeah!

Rockies That's right!
Greaseball That's true.
Okay Pearl I'm with you!

Pearl Hey you, yes you,
Rusty can race you!
All Hey you, yes you,
Rusty can race you!

C.B. Must be a steamer
Poppa was a steamer,
Rusty is a steamer,
He has a right.

Rocky I Who'll go with him?
Rocky II Can't take a heavy truck.

Dustin Look what happened.

C.B. I'll go, I'm light.

Electra No!

Bobo No!

Flat-Top No!

Dustin Why not? Leaving out steam trains isn't fair,
Steam trains ought to 'ave their share.

Electra No!

Components No!

Flat-Top No, I hate steam trains,
Don't look the same an' have different smoke,
Eat strange things, keep the rhythm going all night.
And some next door. Just a joke.

Poppa Steam will beat you! Steam will race you!

Hey you, yes you,
Rusty can race you!
Hey you, yes you,
Rusty can race you!

All

Electra No!

Bobo No! I was second,
I should have won.
I'm incredibly fast.

Nobody beats me, everybody beats him.
Where's the point? He'll only be last.

Dinah He has a point there!

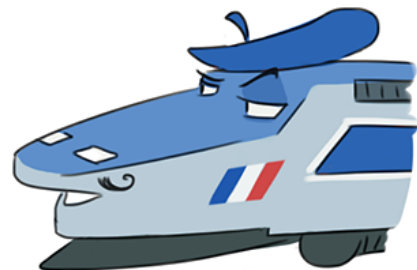
Coaches Shut it Dinah!

All **argue** Hey, hey, hey, hey!..

Bobo Will somebody listen to what I say?

Electra Quiet!!

Yes C.B.?





C.B. You ought to take on Rusty and me,
 If the French train runs and I'm not in it
 Could go wrong at the last minute.
 Trust me, I'll sort it out
 Tell you later what it's all about.

Greaseball Let him race against Pearl and me,
 If he wants he can have C.B.,
 You take Dinah.

Tank That'll be good.

Tank, Belle, Dustin That's how it's gonna be, understood?

Dinah I don't wanna.

All Shut it Dinah!

Greaseball Electra, all this fuss you've made,
 Don't tell me you're a little bit afraid?

Components Eeeeelectraaaaa...

Electra Hey you!

Rusty Who me?

Electra Yes you, race you!

Components Hey you, yes you,
 Electra's gonna race you,
 Hey you, yes you...

Electra I'll erase you, you'll be the last,
 The future's a duty to rub out the past!

All Hey you, yes you,
 Hey you, yes you,
 Hey you, yes you,
 Hey you, yes you,
 Hey you, yes you
 Rusty.
 Hey you, yes you,
 race you--race you!

U.N.C.O.U.P.L.E.D.

Greaseball So whaddya say then Pearl, you wanna try a whirl
Hear me knocking?
Pearl Knock, knock.
Greaseball Who's there?
Pearl Pearl!
Greaseball Pearl who?
Pearl Pearl-ease, let me go with you?
Greaseball Hear me knocking
Pearl I hear you, your knocking, it's shocking!
Dinah I hope you're satisfied with what you've done!
You could have had your choice you took my only one.
Pearl Come on, Dinah, it's only fun!
So quit crying, quit crying.
Greaseball I'm pumping iron.

Ashley Hey Dinah, what's wrong?
Buffy C'mon girl, why are you crying?
Ashley You ain't got no reason
Buffy Don't cry, tell me why
Dinah I've been... gee, it's awful! I know it's absurd... I've
been... no... I can't say it. I can't say the word!

I've been U.N.C.O.U.P.L.E.D.
I can't bring myself to say it. No siree
I'm a carriage with no marriage
I'm a van without a man
I've been U.N.C.O.U.P.L.E.D.

Was I corroded or overloaded
Maybe I shamed him
Who could have blamed him
If he thought me second-class
Went in search for chrome and brass
Went to find some other fool like me

And I'm just U.N.C.O.U.P.L.E.D.
I can't seem to stop C.R.Y.I.N.G.
People look at me and think,
"There she goes the missing link"
She's been U.N.C.O.U.P.L.E.D.

And I'm just U.N.C.O.U.P.L.E.D.
But I'll get my R.E.V.E.N.G.E.
He'll come crawling back one day
And I'll turn to him and say
Go away, you B.A.S.T.A.R.D.!

Rolling Stock (Reprise)

Buffy Now listen, sugar, if you want him back
You'll never get him if you don't attack
Ashley You got to make it so that he can't guess
When you are saying no but meaning yes
Belle Slow down, you've gotta keep it going all night!

Buffy, Ashley, Belle Deep down inside you know that you are the best
So come on baby put it to the test
Don't stop now, you gotta keep it going all night
Rolling stock! You're rolling stock!
So let him look around find you gone
Rolling stock! You're rolling stock!
How long you think he's gonna carry on

Come on heat it up the way you do
No-one can keep it going longer than you
Don't stop now, you gotta keep it going all night
Rolling stock! you're rolling stock!
So get the motion in your wheels say
Rolling stock! You're rolling stock!
From here on in it's independence day
Rolling stock! You're rolling stock

Dinah I won't stop now!
Coaches Rolling stock! You're rolling stock
Dinah I'm gonna keep it going!
Coaches Rolling stock! You're rolling stock
Belle Don't stop now!
Coaches You gotta keep it going!
Belle Till you see him slowing
Then everything will be alright!
Coaches Keep it keep it keep it keep it going all night!



C.B.

C.B. Okay, I copy, read you.
I have you, spend three.

Greaseball Who you talking to? Who's that talking to you?

C.B. It's Electra.

Greaseball Oh yeah? Whatcha got goin' there?

C.B. He gave me a call, I talk to them all.

Greaseball Just remember who's side you are on.

C.B. I'm on mine...

Electra C.B., you brought me all this way.
Okay, whatcha got to say?

C.B. Couldn't say it over the air,
want you to know I'm gonna wipe out Rusty!

Electra You?! The Red Caboose?!

C.B. Hey! Shhhh!! Turn down the juice!
Just cause I smile all the time
Don't mean I'm not into crime!

Components Always at the back, I guess that you've
Got an awful lot to prove.

C.B. Under the smiles, under the fun,
I'm public enemy number one!

Wide smile, high style, that's me
Out front, in back, C.B.
Wrong side of the track C.B.
See the news on your TV - rail disaster
Ever wonder why was he getting faster?
Every time the Red Caboose takes a train
Seems to loose its braking shoes
Can't explain

Components Stop that train!

C.B. Wide smile, high style, that's me
Out front, in back, C.B.
Wrong side of the track C.B.

Hiding at the back of the freight train, unsuspected
When they robbed the great train I collected
While the feds shake their heads I'm on the loose
There each time at the scene of the crime the Red Caboose

Components Stop that train!

C.B. Wide smile, high style, that's me
Out front, in back, C.B.
Wrong side of the track C.B.



The state police they don't suspect
I got old ninety seven wrecked
Interpol don't know that I
Crossed the bridge on the river Kwai
Seems like any train that takes
Me just doesn't get the brakes
Somebody go fetch a cop
Another train just failed to stop!
Components Brake that train!

C.B. Wide smile, high style, that's me
Out front, in back, C.B.
Wrong side of the track C.B.
Ten four Smokey bear I could be anywhere
You know I'm to blame but you don't know my name
Wide smile, high style, that's me
Out front, in back, C.B.
Wrong side of the track C.B.
C.B. Hanging loose
C.B. The Red Caboose!



Rusty I was robbed, it wasn't fair!
Greaseball Look boy, you lost!
Rusty That C.B. he never took off the brakes
C.B. Who, me?
Rusty Bet he did it for the other two's sakes
C.B. So what?
Greaseball Still don't get you anywhere
C.B. That's how it goes
Greaseball Hey C.B. you did that good
C.B. Wow, Greaseball, thanks!
Did it look like I was holding him back?
Greaseball No way!
Looked like everything was totally slack
C.B. Mind you-

After all these years it should
Greaseball No-one would know

Pearl Hey hold on, don't tell me C.B.'s the reason that he
Was so slow?

Greaseball Course he was, he had his orders;
So now you know.

Pearl I'll go tell the Marshal!

Greaseball You're in it as well
They'll only suspend you if you ever tell

Pearl This wasn't how I wanted it
This wasn't what I saw
Each time I try it seems that I
Get further from my vision than before!

Rusty You held me back!

C.B. 10-4, good buddy!
Trust no-one on the track.

Rusty That's the last time I race with you!

C.B. That's right, the re-run is for just those two
The two real engines
Big strong engines
Call yourself an Engine?
You're no Engine!
10, 10, never again,
You're no Engine!
10, 7, gone to heaven
You're no Engine!
Ha ha ha ha ha ha ha!!





Right Place, Right Time

Rocky I Hey, look who's paying us a visit?
Rocky II It's the champ!
Rocky III It isn't is it?
Rusty Shut it, I was cheated!

Rockies No point in complaining Rusty,
Saying that the system's mean.
They keep us down by fighting dirty,
You won't win if you fight back clean.
Once, maybe you play a hunch,
Make it with a lucky punch.
At the right time, in the right place,
The rest of the time look out for your face.
They won't give you the chance again,
Just sit quiet at the back of the train.

Rocky I I'm Rocky the boxcar, there's lots like me.
Rocky II I'm Rocky II.
Rocky III I'm Rocky III.

Rockies If I'd had the chances,
If I'd had the breaks -
Could have been a winner,
I had what it takes.
But I wasn't in the right place
At the right time.
Didn't have the rhythm,

Didn't have the rhyme.
I wasn't in the right place
At the right time.

Could've been a contender,
Could've been a star.
Never reached the final,
Didn't get that far.
'Cause I wasn't in the right place
At the right time.
Didn't have the rhythm,
Didn't have the rhyme.
I wasn't in the right place
At the right time.

Never beat the system,
Never beat the rap.
Don't believe the liars,
Don't believe the crap.
Dice are always loaded,
Every time you roll.
Got a winner's body,
Got a loser's soul.
'Cause I wasn't in the right place
At the right time
Didn't have the rhythm,
Didn't have the rhyme.
I wasn't in the right place
At the right time

Any time they seem to open up the door,
Slam it in your face and knock it to the floor.
Tisn't only me son,
Tisn't only you,
All of us are losers,
All of us are through.
'Cause I wasn't in the right place
At the right time.
Didn't have the rhythm,
Didn't have the rhyme.
I wasn't in the right place,
Wasn't in the right place,
Wasn't in the right place,
At the right time.



I Am The Starlight

Rusty Starlight Express?..
STARLIGHT EXPRESS!

Starlight Express Only you have the power within you!
Just believe in yourself -
The sea will part before you,
Stop the rain, turn the tide.

If only you use the power within you
Needn't beg the world
To turn around and help you
If you draw on what you have within you
Somewhere deep inside

Rusty Starlight Express, you must confess,
Are you real, yes or no?
Starlight Express, answer me yes!
I don't want you to go...

Starlight Express Rusty, you're blind! Look in your mind
I'm there, nothing's new
The Starlight Express is no more or less
Than you, Rusty. I am you.
I'm you, and
Only you

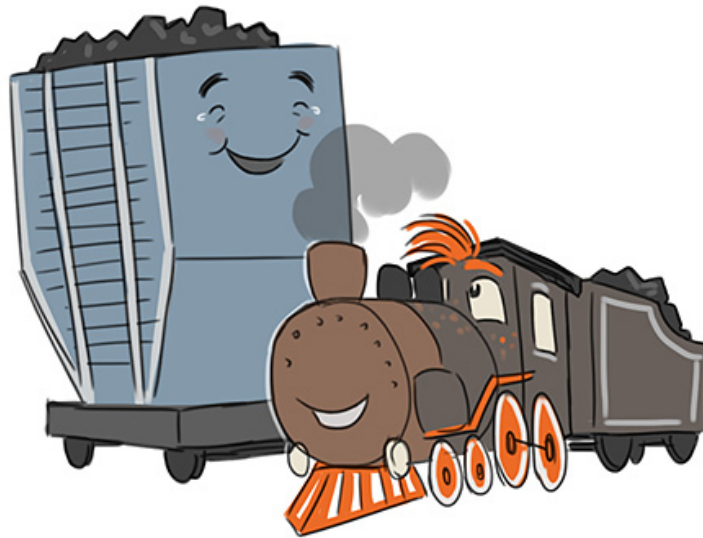
Rusty & Starlight Express I am the Starlight! / Have the power within you
I can achieve / Just believe in yourself
Anything! / The sea will part before you

Starlight Express Stop the rain and turn the tide

Rusty All the things I didn't believe
I can do!

Starlight Express & Rusty If only you / I am the Starlight!
Use the power within you / I can see it through!
Needn't beg the world to turn around and help you
If you draw on what is deep inside!

Rusty I won't let you down.



He Whistled At Me (Reprise)

Dustin **cough cough**
Rusty Poppa? Belle? Rockies?..
Dustin!
Dustin Hello Rusty, excuse my cough
It's dusty round here, I must have just dropped off
Rusty Dustin, I have seen The Starlight
I know now what I have to do
Dustin I know what you mean, my eyes were shut
But I saw it too!
I did Rusty, truly!
Rusty So come with me
Dustin Of course I will
You'll find me pretty quick - downhill!
Rusty Hey Dustin you're crying
Dustin That's true, you're not lying
To ride behind steam trains always makes me cry
I think it's cos your smut gets in my eye.

Dinah I'm fed up with all this racing,
This Electric thing I'm chasing,
Doesn't have that certain something
That a girl expects to hear!

He never whistles at me,
It's damaging my status
I don't think he can whistle at me,
He lacks the apparatus!

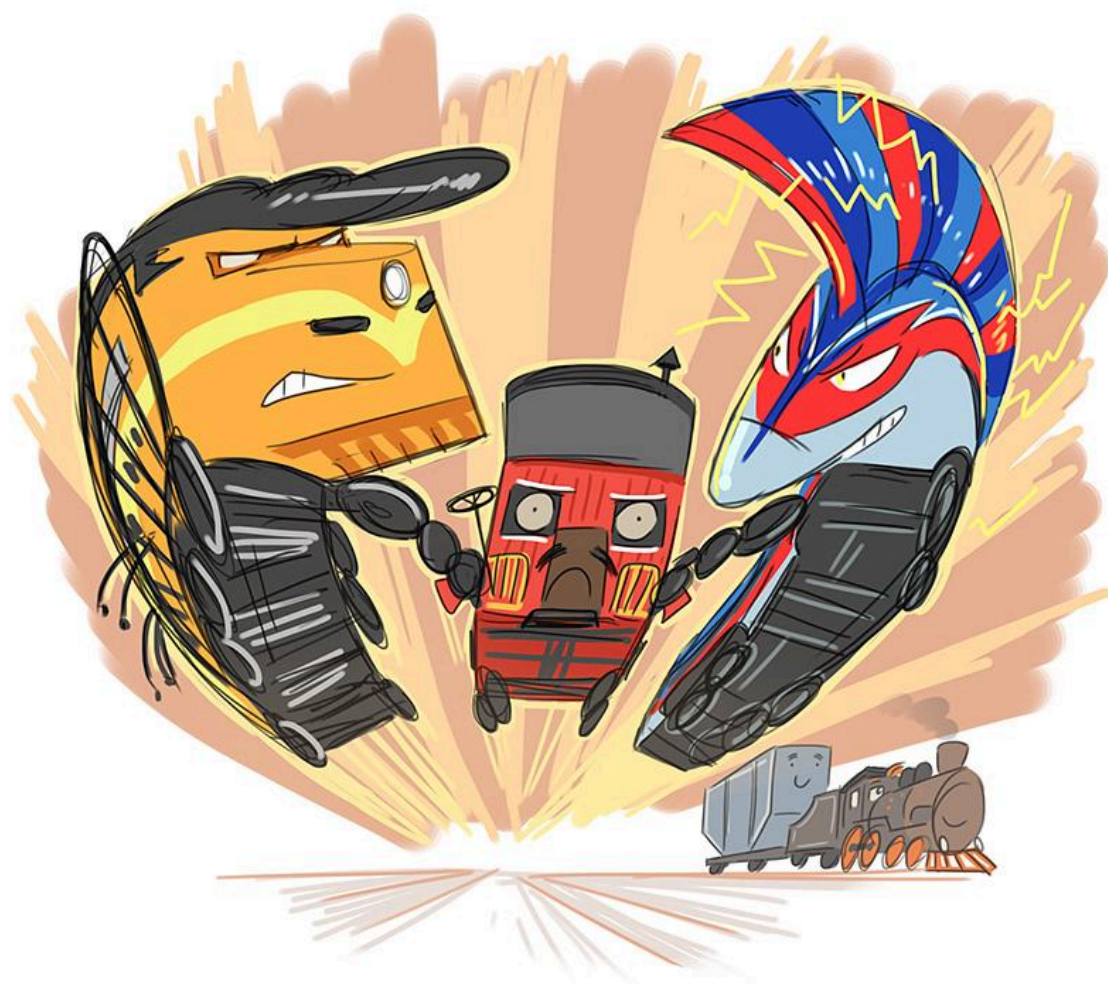
Why do you never whistle at me?
Beginning to suspect you,
I need someone to whistle at me,
I'm gonna disconnect you!

Electra C.B., C.B.,
Dinah's gone and made a disconnection,
C.B.! C.B.!!
You gotta help me in the final section!



Race - The Final

[Instrumental]



No Comeback

Electra Clear my track you had your chance now
I'll find another line, no comeback!
Losing's not my style so I can't show my face now
Find another place now, didn't win so I'll go
Don't try to persuade me, losing always wrecks it
This is my last exit - stand by to fade me!

No comeback this is the last time
We never meet again, no comeback
No comeback this is the last time
We never meet again, no comeback

No come, no come, no come, no come,
No comeback! No comeback!
No come, no come, no come, no come,
No comeback! No comeback!

Adieu, mon ami
Addio, mia carra
Auf Wiedersehen, meine liebe
Sayonara...
EAT MY DUST!

No comeback this is the last time
We never meet again, no comeback
No comeback this is the last time
We never meet again, no comeback!





One Rock & Roll Too Many

Greaseball & C.B. One Rock 'n' Roll too many,
One night's sleep too few
Too much ringing that bell
Takes its toll out of you

Greaseball The sound's too loud
C.B. The light's too bright
Greaseball My chains are too heavy
And my shoes are too tight

Greaseball & C.B. One rock 'n' roll too many
Takes its to.....ll out of you.

One rock 'n' roll too many,
One more joint put out,
One more twist of the wrist
Makes you twist, twist and shout.

C.B. My rug is cut
Greaseball My dig is dug

C.B. My groove's too deep
Greaseball And my frig is fug

Greaseball & C.B. One rock 'n' roll too many
Takes its to.....ll out of you.

One Rock 'n' Roll too many
I can't hear no more
Greaseball Whaddya say?
C.B. I can't hear nothing
Greaseball Whaddya say?
C.B. I can't hear nothing
Greaseball I can't hear nothing
C.B. Whaddya say?
Greaseball I can't hear nothing
C.B. Whaddya say?

Greaseball & C.B. I said one Rock 'n' Roll too many
Takes its toll...
And the soul...
Out of you!

Only He

Pearl Look at me a woman, calm and in control
No silly girl whose head's always turning
Nobody would guess that deep inside my soul
A brand new flame is burning

Only he has the power to move me
And together we'd make the whole world move in sympathy
But I couldn't see before,
That only he has the power to move me
Take me, hold me, mold me, change me and improve me
It's not funny anymore

Only he can make my burden light
Only he can make a wrong seem right
Only he can make the shadows bright
And make the darkness gleaming white
He
Him and me
Only he has the power to move me

All the nights I've wasted dreaming of the time
When I'd discover the one to guide me
Searching the horizon, didn't realize
That all the time he was beside me

Only he has the power to move me
And together we'd make the whole world move in sympathy
Hope and pray that I'm in time
Only he can stand and wait that long
Stand by me while I was going wrong
What if he couldn't wait?
Have I left it too late?

Only he has the power to move me
And together we'd make the whole world move in sympathy
Him and me we'd be sublime
Can he see or will he never guess
That next time I'm gonna answer yes
Does he know if he comes back today,
This time I'm gonna make him stay?
He
Only he
Only he has the power every day, every hour
He moves me

Only You

Rusty Pearl, I had to find you, why you looking blue?
I'm sorry you never found your Dream Train
Pearl Rusty! I have found him, but you were looking too
For the Starlight Express, did you have much success?
Rusty Yes I found him okay, now I'm brave enough to say

Only you

Pearl You are the Starlight!

Rusty Have the power to move me

Pearl You won the race?

Rusty I did!

Both And together we'll make the whole world move in sympathy
You and me, we'll be sublime

Pearl Only he

Rusty Only she

Both has the power to move me
Take me, make me, hold me, mold me and improve me
Only you have the power to move me!

All Well done, Rusty, King of the track!
Well done, Rusty, King of the track!

Buffy I love it when romance occurs on the railroad
The steamer she dreamed of turns up right on time

Ashley Now steam is the winner, now steam's back in style,
Maybe smokers might raise an occasional smile?

Dinah Greaseball you're hurt!

Greaseball No Dinah, please don't cry.
I'm washed up, I'm finished! But please, Dinah, I...
I... I don't know how to tell it?

Dinah C'mon Greaseball, you can spell it?

Greaseball OK Dinah, I'm...
S.O.R.R.R.Y.



Light At The End Of The Tunnel

Poppa You could be converted!
Greaseball Whaddya mean?
Poppa Rebuilt! With a new and better form of power!
Greaseball You mean I could be converted to Steam?
Poppa Sure could!
And with Steam, you'll be under your own control!
Control Engines must obey Control!
Engines must obey Control!
DO WHAT YOU'RE TOLD!
All Shut it, Control!

Poppa Diesel is for unbelievers!
Electricity is wrong!
Steam has got the power that will pull us along!



There's a light at the end of the tunnel
There's a light at the end of the tunnel
The inside might be as black as the night
All But there's a light at the end of the tunnel
Poppa (Sing it children!)
All There's a light at the end of the tunnel
The inside might be as black as the night
But at the end of the tunnel there's a light!
(There's a light)

Poppa It's the power of James Watt, the steaming Scot
Belle The man who watched the pot and said "Hey, I've got
A brilliant plot: when the steam is hot
It seems to make a lot of power!"



Poppa It could turn a wheel
All Lots of power!
Poppa It could drive it down a track
All Clickety clack, clickety clack!
Poppa It could drive it with a beat
All Choo-choo-choo...
Belle With enough left over for a
All Woo-woo!

He saw the light at the end of the tunnel
He saw the light at the end of the tunnel
Thanks James Watt for watching the pot
He saw a light at the end of the tunnel
He saw a light at the end of the tunnel
The inside might be as black as the night
But at the end of the tunnel there's a light!

Poppa There are dark days ahead
When the power goes dead.
When the oil runs dry
What can we try?
Belle We could use the sunlight!
Poppa But it don't shine at night!

Belle Electricity is fine!
Poppa Till there're leaves on the line!
Belle Nuclear fission!
Poppa Makes nasty emissions!
All Oh yeah!

Poppa Once again the pistons will be humming
Steam will have a second coming

All We see light at the end of the tunnel
We see light at the end of the tunnel
When the Angel Gabriel blows his magic toot
We see light at the end of the tunnel
We see light at the end of the tunnel
So let the water boil - goodbye to oil
At the end of the tunnel there's a light

We see light at the end of the tunnel
We see light at the end of the tunnel
When the Angel Gabriel blows his magic toot
We see light at the end of the tunnel
We see light at the end of the tunnel
We see the distant gleam that tells you it's steam
At the end of the tunnel there's a light

STARLIGHT!

